



RECORDED 19402-5

APR 11 '12 -5 30 PM

SURFACE TRANSPORTATION BOARD

DLA Piper LLP (US)
203 North LaSalle Street, Suite 1900
Chicago, Illinois 60601-1293
T 312.368.4000
F 312.236.7516
W www.dlapiper.com

SUSAN G. LICHTENFELD
susan.lichtenfeld@dlapiper.com
Direct Phone: 312-368-2125
Direct Fax: 312-630-6338

April 11, 2012

VIA E-FILING

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423
Attention: Cynthia T. Brown, Chief of the Section of Administration

Dear Ms. Brown:

Enclosed for electronic filing and recordation with the Surface Transportation Board ("STB") pursuant to the provisions of 49 U.S.C. Section 11301(a) is an executed copy of the Bill of Sale and Full Release and Termination dated as of April 1, 2012 (the "Termination") between U.S. Bank National Association, as successor-in-interest to Shawmut Bank Connecticut, National Association, not in its individual capacity but solely as Owner Trustee ("Owner Trustee"), and Wells Fargo Bank Northwest, N.A., as successor-in-interest to U.S. Bank National Association, the successor-in-interest to The First National Bank of Boston, as Indenture Trustee ("Indenture Trustee"), which Termination is a secondary document as defined in the STB's Rules for the Recordation of Documents. The enclosed Termination relates to the Trust Indenture and Security Agreement (SPT 1995-C), dated as of January 2, 2008 between Owner Trustee and Indenture Trustee, as supplemented, and related documents previously filed with the STB under Recordation Number 19402.

The names and addresses of the parties to the enclosed Termination are:

Owner Trustee: U.S. Bank National Association
225 Asylum Street, 23rd Floor
Hartford, CT 06103

Indenture Trustee: Wells Fargo Bank Northwest, N.A.
260 N. Charles Lindbergh Drive
Salt Lake City, UT 84116

The enclosed document is a complete release of the liens created under Recordation Number 19402.



Ms. Cynthia T. Brown
April 11, 2012
Page 2

The required recordation fee of \$41.00 is being paid to the STB by charge to our firm account.

Kindly return a file-stamped copy of the Termination and this letter to Susan G. Lichtenfeld at DLA Piper LLP (US), 203 North LaSalle Street, Suite 1900, Chicago, Illinois 60601.

Following is a short summary of the enclosed document:

Secondary Document to be Recorded

Bill of Sale and Full Release and Termination dated as of April 1, 2012 between U.S. Bank National Association, as successor-in-interest to Shawmut Bank Connecticut, National Association, not in its individual capacity but solely as Owner Trustee, and Wells Fargo Bank Northwest, N.A., as successor-in-interest to U.S. Bank National Association, the successor-in-interest to The First National Bank of Boston, as Indenture Trustee.

Documents to Which the Secondary Document Relates

Memorandum of Trust Indenture and Security Agreement (SPT 1995-C) dated as of January 2, 2008 between U.S. Bank National Association (successor in interest to Shawmut Bank Connecticut, National Association), as Owner Trustee and Wells Fargo Bank Northwest, N.A., as Indenture Trustee, which was duly filed with the STB on December 27, 2007 under recordation number 19402-O, the Memorandum of Trust Indenture Supplement No. 1 (SPT 1995-C) dated as of January 2, 2008 between U.S. Bank National Association (successor in interest to Shawmut Bank Connecticut, National Association), as Owner Trustee and Wells Fargo Bank Northwest, N.A., as Indenture Trustee which was duly filed with the STB on December 27, 2007 under recordation number 19402-P, the Memorandum of Lease Assignment (SPT 1995-C) dated as of January 2, 2008 between U.S. Bank National Association (successor in interest to Shawmut Bank Connecticut, National Association), as Owner Trustee and Wells Fargo Bank Northwest, N.A., as Indenture Trustee which was duly filed with the STB on December 27, 2007 under recordation number 19402-Q, and the related documents filed with the STB under Recordation Number 19402.

Thank you for your attention to this request.

Very truly yours,

DLA Piper LLP (US)


Susan G. Lichtenfeld

Enclosure

EAST48334175.1

APR 11 '12 -5 30 PM

SURFACE TRANSPORTATION BOARD

BILL OF SALE AND FULL RELEASE AND TERMINATION

(SPT 1995-C)

THIS BILL OF SALE AND FULL RELEASE AND TERMINATION (this "Termination") is made and entered into as of April 1, 2012, by and between Wells Fargo Bank Northwest, N.A., a national banking association (as successor-in-interest to U.S. Bank National Association, the successor-in-interest to The First National Bank of Boston), as Indenture Trustee ("Indenture Trustee"), and U. S. BANK NATIONAL ASSOCIATION, a national banking association (as successor-in-interest to Shawmut Bank Connecticut, National Association), not in its individual capacity but solely as successor Owner Trustee ("Owner Trustee").

1. Indenture Trustee and Owner Trustee are parties to a Trust Indenture and Security Agreement (SPT 1995-C) dated as of January 2, 2008 (the "Trust Indenture"), as supplemented by Trust Indenture Supplement No. 1 (SPT 1995-C) dated January 2, 2008 between Indenture Trustee and Owner Trustee ("Supplement No. 1" and with the Trust Indenture, the "Security Agreement"). Capitalized terms used herein without definition have the meanings assigned to them in the Trust Indenture.

2. Indenture Trustee and Owner Trustee are parties to the related Memorandum of Lease Assignment (SPT 1995-C) dated as of January 2, 2008 (the "Memorandum of Lease Assignment").

3. Pursuant to the Security Agreement, the Owner Trustee granted a security interest in certain rail equipment identified therein to the Indenture Trustee to secure the Owner Trustee's performance of its obligations described in the Security Agreement. The Memorandum of Trust Indenture was duly recorded with the Surface Transportation Board ("STB") on December 27, 2007 under recordation number 19402-P, the Memorandum of Supplement No. 1 was duly recorded with the STB on December 27, 2007 under recordation number 19402-O, and the Memorandum of Lease Assignment was duly recorded with the STB on December 27, 2007 under recordation number 19402-Q.

4. The Trust Indenture, Supplement No. 1 and the Memorandum of Lease Assignment, as amended and supplemented of record in secondary filings also filed under recordation number 19402 at the STB, are terminated effective as of the date hereof and Indenture Trustee hereby terminates, releases and discharges its security interest in all railroad equipment secured thereby. Consequently, all railroad equipment described as being covered by the Trust Indenture and Memorandum of Lease Assignment, as amended and supplemented, under recordation number 19402 as of the date of this instrument are released of record therefrom. The Owner Trustee confirms and acknowledges that the indebtedness thereby secured has been fully paid and hereby directs the Indenture Trustee to execute and deliver this Termination.

5. This Termination shall neither impair nor terminate the rights and obligations of the parties under the Trust Indenture, Supplement No. 1 and the Memorandum of Lease Assignment which expressly survive this termination.

6. Owner Trustee hereby grants, bargains, sells, transfers, conveys, assigns and releases to Citicorp USA, Inc., as successor Owner Participant (the "Owner Participant"), and its successors and assigns all right, title and interest of Owner Trustee in and to the aforementioned railroad equipment and all accessories, additions, improvements and replacements therein, "AS IS, WHERE IS" and without recourse or any representation or warranty of any kind whatsoever, whether written, oral, express or implied (including without limitation without any representation or warranty as to the MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE of such railroad equipment), other than a warranty against any Lessor's Liens of Owner Trustee on such railroad equipment. Owner Trustee confirms and acknowledges that the Trust Agreement (SPT 1995-C) (the "Trust Agreement") dated as of April 28, 1995 between the Owner Trustee and the Owner Participant, as amended, supplemented and modified, and the trust created thereby have terminated and are of no further force or effect other than such terms therein as survive any termination of the Trust Agreement.

7. The parties agree to record this Termination with the STB to release of record, as of the date hereof, any and all liens against the railroad equipment covered by the filings made under recordation number 19402.

8. This Termination may be executed (i) by the parties hereto in any number of counterparts, and all said counterparts taken together shall be deemed to constitute one and the same instrument and (ii) by a party and delivered to the other party by facsimile or other electronic transmission, and such signature shall have the same force and effect as an original signature on such document.

[signature page follows]

IN WITNESS WHEREOF, Indenture Trustee and Owner Trustee have caused this Termination to be executed as of the day and year first above written.

WELLS FARGO BANK NORTHWEST, N.A.
(as successor-in-interest to U.S. Bank National Association, the successor-in-interest to The First National Bank of Boston), as Indenture Trustee

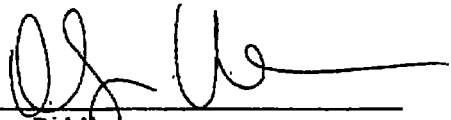
By *Michael*
Name: Michael Arsenault
Title: Vice President

U.S. BANK NATIONAL ASSOCIATION (as
successor-in-interest to Shawmut Bank
Connecticut National Association), not in its
individual capacity but solely as Owner Trustee

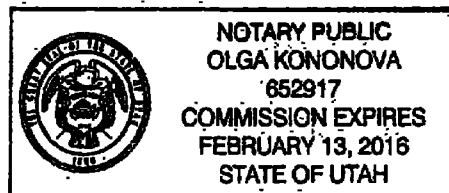
By _____
Name: _____
Title: _____

STATE OF UTAH)
):ss
COUNTY OF SALT LAKE)

On April 10, 2012, personally appeared before me Michael Arsenault on who being by me duly sworn did say, for himself, that he the said Michael Arsenault is the Vice President of Wells Fargo Bank Northwest, National Association and that the within and foregoing instrument was signed in behalf of said association by authority of a resolution of its Board of Directors, and said Michael Arsenault duly acknowledged to me that said association executed the same.



Notary Public

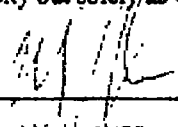


IN WITNESS WHEREOF, Indenture Trustee and Owner Trustee have caused this Termination to be executed as of the day and year first above written.

WELLS FARGO BANK NORTHWEST, N.A.
(as successor-in-interest to U.S. Bank National
Association, the successor-in-interest to The First
National Bank of Boston), as Indenture Trustee

By _____
Name: _____
Title: _____

U.S. BANK NATIONAL ASSOCIATION (as
successor-in-interest to Shawmut Bank
Connecticut, National Association), not in its
individual capacity but solely as Owner Trustee

By  _____
Name: Michael M. Hopkins
Title: Vice President

STATE OF CONNECTICUT)

): SS

COUNTY OF HARTFORD)

On this 11 day of April, 2012, before me personally, appeared Michael M. Hopkins me personally known, who being by me duly sworn, says that (s)he is a Vice President of U.S. Bank National Association, a national banking association, that said instrument was signed on behalf of said national banking association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Michael M. Hopkins

Name:

Notary Public

My Commission Expires:

Residing in Stamford, CT

